

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>FIELDWOOD ENERGY III LLC, et al.,</b>	§	<b>Case No. 20-33948 (MI)</b>
	§	
<b>Post-Effective Date Debtors</b>	§	
	§	
<b>Debtors.<sup>1</sup></b>	§	<b>(Jointly Administered)</b>

**BP EXPLORATION & PRODUCTION INC.’S AMENDED  
WITNESS AND EXHIBIT LIST**

BP Exploration & Production Inc. (“BP”) files this Amended Witness and Exhibit List (the “Amended Witness and Exhibit List”) identifying those individuals that may be called as witnesses and exhibits that may be introduced at the hearing set on the *Emergency Motion of QuarterNorth Energy LLC to Enforce the Confirmation Order and Plan* (the “Emergency Motion”), [Docket No. 2199], scheduled for **November 30, 2021, at 2:00 p.m.** (prevailing Central Time) (the “Hearing”).

**A. WITNESSES**

In connection with the Hearing, BP may call any one or more of the following individuals to provide testimony:

1. Any witness necessary to authenticate a document;

---

<sup>1</sup> According to the Post-Effective Date Debtors, the Post-Effective Debtors, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number, are: Fieldwood Energy LLC (6778), Fieldwood Energy Offshore LLC (4994); Fieldwood Energy Inc. (4991); GOM Shelf LLC (8107), FW GOM Pipeline, Inc. (8440). Fieldwood Energy III, LLC, Fieldwood Energy Offshore LLC and Fieldwood Energy Inc. are managed by the Plan Administrator, whose primary mailing address is 16255 Ventura Boulevard, Suite 440, Encino, California 91436, c/o Province, LLC. GOM Shelf LLC and FW GOM Pipeline, Inc., (collectively, the “Post-Effective Date FWE I Subsidiaries”) are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore, LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline, LLC (5703); and Galveston Bay Processing LLC (0422).

2. Any witness designated or called by any other party; and
3. Any impeachment or rebuttal witness.

**B. EXHIBITS**

In connection with the Hearing, BP may seek to introduce into evidence any one or more of the following documents:

Ex. #	Description	Offered	Obj.	Admitted	Disposition
1.	Purchase and Sale Agreement by and between Fieldwood Energy LLC and BP Exploration and Production Inc. for Mississippi Canyon Block 519 (dated May 17, 2019; eff. May 1, 2019) <b>previously filed under seal at Dkt. No. 1607-27</b> and sealed by Court order at Dkt. No. 1829 <b>[Filed Under Seal at Dkt. No. 2273]</b> .				
2.	Cash Consideration Agreement in Respect of Mississippi Canyon Block 562 <b>previously filed under seal at Dkt. No. 1607-28</b> and sealed by Court order at Dkt. No. 1829 <b>[Filed Under Seal at Dkt. No. 2274]</b> .				
3.	Transcript from the Court's June 21, 2021 Hearing <b>[Dkt. Nos. 1763 and 2271-3]</b> .				
4.	Transcript from the Court's June 22, 2021 Hearing <b>[Dkt. Nos. 1764 and 2271-4]</b> .				
5.	Transcript from the Court's June 23, 2021 Hearing <b>[Dkt. Nos. 1773 and 2271-5]</b> .				
6.	Transcript from the Court's June 24, 2021 Hearing <b>[Dkt. Nos. 1787 and 2271-6]</b> .				

Ex. #	Description	Offered	Obj.	Admitted	Disposition
7.	Transcript from the Court's June 25, 2021 Hearing [Dkt. Nos. 1788 and 2271-7].				
8.	Findings of Fact, Conclusions of Law, and Order (I) Confirming Eighth Amended Joint Chapter 11 Plan of Fieldwood Energy LLC and Its Affiliated Debtors and (II) Granting Related Relief [Dkt. Nos. 1751 and 2271-8].				
9.	Email exchange by and among K. Burrer, Alfredo Perez and C. Carlson dated July 26, 2021 regarding BP Setoff Motion: notice of withdrawal [Dkt. No. 2271-9].				
10.	Email exchange by and between C. Carlson and K. Burrer with the last email dated September 10, 2021 regarding Fieldwood: Revised Purchase Agreement Setoff Provisions [Dkt. No. 2271-10].				
11.	Letter dated October 28, 2021 from D. Scott, BP, to T. Lamme, Fieldwood Energy, LLC, T. Lamme and M. Dane, QuarterNorth Energy, LLC, et al, and D. Dunn, Plan Administrator [Dkt. Nos. 2201-1 and 2271-11].				
12.	Notice of Filing of Redline of Sixth Amended Plan Supplement Exhibits [Dkt. No. 2014]				
13.	Any exhibit designated by any other party				
14.	Any pleadings, reports, or other documents filed in the Debtors' bankruptcy case				
15.	Any impeachment or rebuttal exhibits				

BP reserves the right to supplement or amend this Amended Witness and Exhibit List at any time prior to the Hearing. BP also reserves the right to rely upon and use as evidence additional documents produced by the Reorganized Debtors or any other party in interest.

Dated: November 26, 2021

Respectfully submitted,

**GREENBERG TRAURIG, LLP**

By: /s/ Shari L. Heyen

Shari L. Heyen (State Bar Number 09564750)

HeyenS@gtlaw.com

Karl D. Burrer (State Bar Number 24043584)

BurrerK@gtlaw.com

Nicole S. Bakare (State Bar Number 24056017)

BakareN@gtlaw.com

1000 Louisiana Street, Suite 1700

Houston, Texas 77002

Telephone: (713) 374-3500

Facsimile: (713) 374-3505

– and –

Craig A. Duewall (admitted *pro hac vice*)

Texas State Bar Number 24025334

DuewallC@gtlaw.com

300 West 6th Street, Suite 2050

Austin, Texas 78701

Telephone: (512) 320-7200

Facsimile: (512) 320-7210

***Counsel for BP Exploration & Production Inc.***

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on November 26, 2021, a true and correct copy of the foregoing Amended Witness and Exhibit List was served by electronic mail via the Court's ECF system to all parties authorized to receive notice in this case.

By: /s/ Shari L. Heyen

Shari L. Heyen